

WC 07-106

STAMP & RETURN

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page: 1 of 1

(1) LOCK BOX # 358145		FCC/MELLON		MAY 16 2007		SPECIAL USE ONLY	
SECTION A - PAYER INFORMATION							
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Wood's & Aitken LLP				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$965.00			
(4) STREET ADDRESS LINE NO. 1 2154 Wisconsin Avenue, N.W.							
(5) STREET ADDRESS LINE NO. 2 Suite 200							
(6) CITY Washington				(7) STATE DC		(8) ZIP CODE 20007	
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-944-9502				(10) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(11) PAYER (FRN) 0016412827				(12) FCC USE ONLY			
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(13) APPLICANT NAME Holway Telephone Company							
(14) STREET ADDRESS LINE NO. 1 PO Box 112							
(15) STREET ADDRESS LINE NO. 2							
(16) CITY Martland				(17) STATE MD		(18) ZIP CODE 64466	
(19) DAYTIME TELEPHONE NUMBER (include area code) 660-935-2211				(20) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(21) APPLICANT (FRN) 0004746863				(22) FCC USE ONLY			
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTITY 1			
(25A) FEE DUE FOR (PTC) \$965.00		(27A) TOTAL FEE \$965.00		(26) FCC USE ONLY			
(28A) FCC CODE 1				(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY			
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		(26) FCC USE ONLY			
(28B) FCC CODE 1				(29B) FCC CODE 2			
SECTION D - CERTIFICATION							
CERTIFICATION STATEMENT I, <u>Thomas J. Moorman</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>Thomas J. Moorman</u> DATE <u>5/16/07</u>							
SECTION E - CREDIT CARD PAYMENT INFORMATION							
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____ ACCOUNT NUMBER _____ EXPIRATION DATE _____ I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described. SIGNATURE _____ DATE _____							

WOODS & AITKEN
L · L · P

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THOMAS J. MOORMAN
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*Admitted to practice only in the District
of Columbia*

May 16, 2007

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, NW
Washington, DC 20554

**Re: In the Matter of Holway Telephone Company, Holway Long Distance
Company, K.L.M. Telephone Company, KLM Long Distance Company,
RBJ Corp., and RBJ Holdings, Inc. Application for Authorization Pursuant
to Section 214 of the Communications Act, as Amended, for Transfer of
Control
WC Docket No. _____**

Dear Ms. Dortch:

On behalf of Holway Telephone Company, Holway Long Distance Company, K.L.M. Telephone Company, KLM Long Distance Company, RBJ Corp., and RBJ Holdings, Inc., we attach herewith five copies of the above-referenced Application. The original and five (5) copies of this Application, along with the appropriate FCC Form 159 and application fee of \$965.00, are submitted this date to the Commission's depository agent, Mellon Bank, in Pittsburgh, Pennsylvania.

Please contact the undersigned should you have any questions or require additional information.

Respectfully submitted,



Thomas J. Moorman

Attachments

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, DC 20554**

In the Matter of)	
)	
Holway Telephone Company, Holway Long)	
Distance Company, K.L.M. Telephone Company,)	
KLM Long Distance Company, RBJ Corp.,)	
and RBJ Holdings, Inc.)	
)	WC Docket No. _____
Application for Authorization Pursuant to)	
Section 214 of the Communications Act of 1934,)	
as Amended, for Transfer of Control)	

APPLICATION FOR TRANSFER OF CONTROL

Holway Telephone Company (“Holway”), Holway Long Distance Company (“Holway LD”), K.L.M. Telephone Company (“KLM”), KLM Long Distance Company (“KLM LD”),¹ **RBJ** Corp. (“RBJ”), and **RBJ** Holdings, Inc. (“Holdings”) (collectively the “Applicants”), hereby submit this Application for Authority to Transfer Control of the Companies’ parent company, RBJ (a Missouri corporation) to Holdings (a North Carolina corporation). Each of the Companies is ultimately 100% owned by **RBJ**. This Application is submitted in contemplation of the sale of all of the outstanding capital stock of RBJ that, upon Commission approval, will result in transfer of control of **RBJ** from Bruce, Evan and Jane Copsey to Holdings. Upon Commission approval of this Application, control of the Companies will be transferred from the owners of RBJ to Holdings. Prompt grant of this Application will allow the Applicants to take advantage of increased efficiencies that will be realized from broader-based rural operations while, *at the same time*, ensuring that the Applicants’ respective commitment to high quality, reasonably priced rural telecommunications services in Missouri are advanced. For the reasons

¹ For purposes of this Application, Holway, Holway LD, KLM, and KLM LD will be referred to collectively as the “Companies.”

stated herein, Applicants respectfully submit that this result can be accomplished in a manner that raises no competitive concerns that should delay Commission approval of the transaction

SECTION 63.04(a) INFORMATION

Pursuant to Section 63.04(a) of the Commission's rules, the Applicants provide the following information in support of this requested transfer of control:

(1) Applicants' Name, Address and Telephone Number

RBJ and the Companies

Bruce Copsey
Secretary
RBJ Corp.
208 Ash St.
P.O. Box 112
Maitland, Missouri 64466-0112

Telephone: (660) 935-2211
Facsimile: (660) 935-2213

Holdings

Patrick L. Eudy
President and CEO
RBJ Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

Telephone: (701) 972-2459
Facsimile: (XXX) **698-7975**

(2) State of Organization

RBJ Corp. and each of the Companies are Missouri corporations.

RBJ Holdings, Inc. is a North Carolina corporation

(3) Contact Information

All correspondence, notices and inquiries regarding this Application should be addressed to:

RBJ and the Companies

Bruce Copsey
Secretary
RBJ Corp.
208 Ash St.
P.O. Box 112
Maitland, Missouri 64466-0112

Telephone: (660) 935-2211
Facsimile: (660) 935-2213

Holdings

Patrick L. Eudy
President and CEO
RBJ Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

Telephone: (704) 972-2459
Facsimile: (888) 698-7975

Copies of all correspondence, notices, and inquiries should also be addressed to:

Thomas J. Moorman
Woods & Aitken LLP
2154 Wisconsin Avenue, NW, Suite 200
Washington, DC 20007

Telephone: (202) 944-9502
Facsimile: (202) 944-9501

(4) Ten percent (10%) Equity Shareholders:

A. RBJ and the Companies

As indicated above, each of the Companies is a wholly-owned subsidiary of RBJ. The stockholders that own Ten Percent (10%) or more of the issued and outstanding stock of RBJ are provided below

<u>Name</u>	<u>Occupation</u>	<u>Citizenship</u>	<u>Percent Ownership</u>
Evan Copsey	Telecommunications Executive	USA	33 1/3%
Jane Copsey	Telecommunications Executive	USA	33 1/3%
Bruce Copsey	Telecommunications Executive	USA	33 1/3%

The address for each of these individuals is: 208 Ash St., P.O. Box 112, Maitland, Missouri 64466-0112.

B. TRANSFEREES – Holdings

Holdings is a corporate entity established for purposes of the purchase of the issued and outstanding stock of RBJ. Holdings is a wholly-owned subsidiary of American Broadband Holding Company, which in turn is a wholly-owned subsidiary of American Broadband Communications, LLC ("ABB"). Upon Commission approval of a pending transfer of control application filed by ABB, Mr. Patrick L. Eudy will be the sole owner of Ten Percent (10%) or greater of the equity of **ABB**, a North Carolina limited liability company.² Until that time, the

² On April 30, 2007, ABB along with those affiliated telecommunications carriers that are controlled by it filed an application for the transfer of control of ABB to Mr. Eudy from the joint control of ABB exercised by Mr. Eudy and Mr. William H. Tucker, See Public Notice, WC Docket No. 07-93, DA 07-2057, released May 11, 2007; see also *In the Matter of Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, Huntel Cablevision d/b/a Huntel Communications, Huntel,*

owners of Ten Percent (10%) or greater of the equity interests of ABB are provided below.

ABB owns derivative interests in several other telecommunications carriers which are identified in Attachment A hereto.

			Percent
<u>Name</u>	<u>Occupation</u>	<u>Citizenship</u>	<u>Ownership</u>
William H. Tucker	Telecommunications Executive	USA	48.75%
Patrick L. Eudy ³	Telecommunications Executive	USA	48.75%

The address for each of these individuals is: 401 N. Tryon Street, 10th Floor, Charlotte, NC 28202.

The foregoing reflects all 10% or more derivative equity interests the Applicants.

(5) Certification Pursuant to Rules 1.2001-1.2003

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

(6) Description of the Transaction

Holdings will acquire all of the outstanding capital stock of RBJ Corp. from Bruce, Evan and Jane Copsey. Following this acquisition, RBJ Corp. will be held as a 100% wholly-owned subsidiary of Holdings.

Inc., American Broadband Acquisition Company-11, and American Broadband Communications. LLC Application for Authorization Pursuant to Section 214 of the Communications Act, as Amended, for Transfer of Control, WC Docket No. 07-93, filed April 30, 2007 (the "ABB Request"). ABB requests that the Commission permit ABB to reflect this new ownership as part of the grant of the instant Application. A grant of this request serves the public interest by eliminating the burden of amending and/or seeking a modification of the Commission's grant of the transfer of control reflected in this Application.

³ Mr. Eudy owns 60% of Dialog Telecommunications, a competitive local exchange carrier operating in Kentucky, Mississippi and North Carolina. Since Mr. Eudy owns this equity interest in his individual capacity, it is not reflected in the interests of ABB reflected in Attachment A.

Accordingly, upon consummation of the transaction control of RBJ will be transferred from Bruce, Evan and Jane Copsey to Holdings.

(7) Geographic Description

Holway is an incumbent local exchange carrier providing local exchange and exchange access service to subscribers in and around Maitland, Missouri in Northwest Missouri.

Holway LD is an interexchange service reseller providing service to subscribers in and around Maitland, Missouri and in the general area served by Holway.

KLM is an incumbent local exchange carrier providing local exchange and exchange access service to subscribers in and around Rich Hill, Missouri in Western Missouri.

KLM LD is an interexchange service reseller providing service to subscribers in and around Rich Hill, Missouri and in the general area served by KLM.

(8) Streamlined Treatment

Because the existing Holway service area is adjacent to the south of the service area of one of the affiliated companies of Holdings - Oregon Farmers Mutual Telephone Company ("Oregon-Farmers") (see attached map included as Attachment B), streamlined treatment is not available pursuant to the Commission's rules. *See* 47 C.F.R. §63.03(b)(2)(iii).

(9) Other Related Applications Before the Commission

The Applicants will file for authority to transfer International Section 214 Authority as well as a private radio license

(10) Statement of Imminent Business Failure

Not applicable.

(11) Separately Filed Waiver Requests

None

(12) Public Interest Statement

Prompt grant of this Application will allow the Applicants to take advantage of increased efficiencies that will be realized from broader-based rural operations while, at the same time, ensuring that the Applicants' respective commitment to high quality, reasonably priced rural telecommunications services in Missouri are advanced. Applicants respectfully submit that this result can be accomplished in a manner that raises no competitive concerns that should delay Commission approval of the transaction. Accordingly, the Applicants respectfully submit that the public interest would be served by a grant of this requested transfer of control.

Upon consummation of the transaction, Holway and KLM will continue to provide high quality, modern local exchange and exchange access services to their customers. Likewise, upon consummation of the transaction, Holway LD and KLM LD will continue to provide resold long distance service to their current respective subscribers in a manner that will render the transfer for which authorization is sought herein transparent to each of the Companies' subscribers.

Applicants also submit that the instant transaction raises no competitive issues that should delay prompt grant of this application. Holway LD and KLM LD, individually and collectively, serve less than 10 percent of the interexchange market. Holway and KLM, in turn, serve sparsely populated rural areas of Missouri. Specifically, Holway's service area is approximately 136 square miles, within which it serves approximately 524 access lines as of the end of December, 2006. Of those access lines, 469 were residential access lines and 55 were business access lines. KLM's service area is approximately 303 square miles, within which it serves approximately 1,435 access lines as of the end of December, 2006. Of those access lines, 1,186 were residential access lines and 249 were business access lines.

The Holdings-affiliated ILEC – Oregon-Farmers that serves adjacent areas to that operated by Holway also provide service in sparsely populated rural areas. Specifically, Oregon-Farmers’ service area is approximately 165 square miles, within which approximately 1,097 access lines were served as of the end of December, 2006 (approximately 80% of which were residential and the remaining being business).

The rural areas of the Holway and KLM, as well as that of Oregon-Farmers, are not subject to the same competitive pressures as more heavily populated urban markets. In fact, no interconnection request from a competitive local exchange carrier (“CLEC”) has been received by Holway, KLM or Oregon-Farmers. Consequently, these companies have not entered into nor have they been required to negotiate an interconnection agreement with a CLEC. Likewise, Holway and KLM have entered into agreements with wireless providers and the terms of those agreements will not be altered arising from the consummation of this transaction.

In summary, no issues regarding competition should delay a prompt grant of this application. In fact, and but for the adjacent service areas, this transaction would be subject to the FCC’s streamlined processing rules since: (1) Holway, KLM and all Holdings-affiliated incumbent local exchange carriers, individually and collectively, have less than two percent of the access lines in the country; (2) Holway LD and KLM LD and all Holdings-affiliated interexchange carrier resellers, individually and collectively, will serve less than 10% of the interexchange market; and (3) no Holdings-affiliated company provides a non-dominant service offering in either of the certificated areas of either Holway and KLM and vice versa. *Compare* 47 C.F.R. § 63.03 (b)(2). Prompt grant of this application is therefore amply justified and in the public interest.

CONCLUSION

For the foregoing reasons, Applicants respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

**Holway Telephone Company
Holway Long Distance Company
K.L.M. Telephone Company
KLM Long Distance Company
RBJ Corp.
RBJ Holdings, Inc.**

By:



Thomas J. Moorman
Woods & Aitken LLP
2154 Wisconsin Avenue, NW, Suite 200
Washington, DC 20007
202/944-9500 (Tel)
202/944-9501 (Fax)

Their Attorneys

May 16, 2007

American Broadband Communications, LLC ("ABB") has derivative ownership interests in the following telecommunications carriers. These interests are derived through intermediate corporate holding companies that have been used in the various acquisitions within which ABB has participated.

The following intermediate corporate entities are those within which ABB has an interest (which on a derivative basis are greater than Ten Percent (10%) of the equity interests) in specific telecommunications carriers identified below: (1) American Broadband Acquisition Corp.; (2) American Broadband Communications, Inc.; (3) American Broadband Acquisition Corp. III; and (4) American Broadband Acquisition Corp. IV. ABB's owners, Messrs. Tucker and Eudy, also are the derivative owners of the majority equity interests (which, in turn is greater than Ten Percent (10%) of the ultimate equity interests) of certain telecommunications carriers through their ownership interests of American Broadband Acquisition Corporation II, which is wholly-owned by ABB.

These derivative equity interests, the type of telecommunications carrier, the derivative interest entity and service area are noted below,

<u>Holding Company Name</u>	<u>Ownership Interest</u>
American Broadband Acquisition Corp. ("ABAC")	49% by ABB
American Broadband Communications, Inc. ("ABCI")	92% by affiliates of ABB (Mr. Tucker currently owns approximately 57% of ABCI and Mr. Eudy owns approximately 35% of ABCI).
American Broadband Acquisition Corporation III ("ABAC-III")	30% by ABB
American Broadband Acquisition Corporation IV ("ABAC-IV").	40% by ABB

<u>Class of Carrier</u>	<u>Name</u>	<u>State of Incorporation</u>	<u>Intermediate Entities</u>	<u>Percent ABB Ownership Interest</u>	<u>Service Area Description</u>
ILEC	Georgetown Telephone Company	Mississippi	ABCI/ American Georgetown, Inc.	49%	Georgetown, MS

¹ The following acronyms are used for this attachment: "ILEC" (Incumbent Local Exchange Carrier; "CLEC" (Competitive Local Exchange Carrier); and "IXC" (resale interexchange carrier). The major communities served are noted in the column "Service Area Description."

Attachment A – Page 2 of 5

<u>Class of Carrier Name</u>	<u>State of Incorporation</u>	<u>Intermediate Entities</u>	<u>Percent ABB Ownership Interest</u>	<u>Service Area Description</u>
IXC T.A.T. Cable-vision d/b/a Georgetown Long Distance	Mississippi	ABCI/ American Georgetown, Inc.	49%	Same as Georgetown Telephone Company
ILEC Oregon Farmers Mutual Telephone Company	Missouri	ABCI/ Northwest Missouri Holdings, Inc.	49%	Oregon and rest City, IO
IXC Oregon Farmers Mutual Long Distance Company	Missouri	ABCI/ Northwest Missouri Holdings, Inc.	49%	Same as Oregon Farmers Mutual Telephone Company
ILEC Pymatuning Telephone Company	Pennsylvania	ABACI Pymatuning Holding Company	49%	Rural areas surrounding Greenville, PA
IXC P T Communications, Inc.	Pennsylvania	ABCI/ Pymatuning Holding Company	49%	Same as Pymatuning Telephone Company
ILEC Gridley Telephone Company	Illinois	ABACI Mail Holdings, Inc./ Gridley Enterprises, Inc.	49%	Gridley and Meadows, IL
IXC Gridley Communications, Inc.	Illinois	ABACI Mail Holdings, Inc./ Gridley Enterprises, Inc.	49%	Same as Gridley Telephone Company

<u>Class of Carrier</u>	<u>Name</u>	<u>State of Incorporation</u>	<u>Intermediate Entities</u>	<u>Percent Ownership Interest</u>	<u>ABB</u> <u>Service Area Description</u>
ILEC	S&A Telephone Company	Kansas	ABACI Eastern Kansas Holdings, Inc.	49%	Alien and Scranton, Kansas
IXC	S&A Communications, Inc.	North Carolina	ABACI Eastern Kansas Holdings, Inc.	49%	Same as S&A Telephone Company
ILEC	Waverly Hall Telephone, LLC	Georgia	ABACI Waverly Hall Holdings, Inc.	49%	Waverly Hall, GA
ILEC	Arlington Telephone Co.	Nebraska	ABAC-II/Huntel, Inc. ²	100%	Arlington, NE
ILEC	Blair Telephone Co.	Nebraska	ABAC-II/Huntel, Inc.	100%	Blair, Kennard, and Ft. Calhoun. NE
ILEC	Eastern Nebraska Telephone Co.	Nebraska	ABAC-II/Huntel, Inc.	100%	Walthill, Macy, Winnebago, Rosalie, Osmond, Meadow Grove, Carroll, and Belden, NE
ILEC	Rock County Telephone Co.	Nebraska	ABAC-II/Huntel, Inc.	100%	Bassett and Newport, NE

² As the Commission's records will reflect, the original transfer of control application filed for the Companies referenced an intermediate holding company – Noble Holdings, Inc. ("Noble"). See Application for Transfer of Control of Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, and Huntel Cablevision, Inc. d/b/a Huntel Communications ~~from~~ Huntel Systems, Inc., to Noble Holdings, Inc., WC Docket No. 06-14, filed January 6, 2006. The name of Noble has since been changed to "Huntel, Inc."

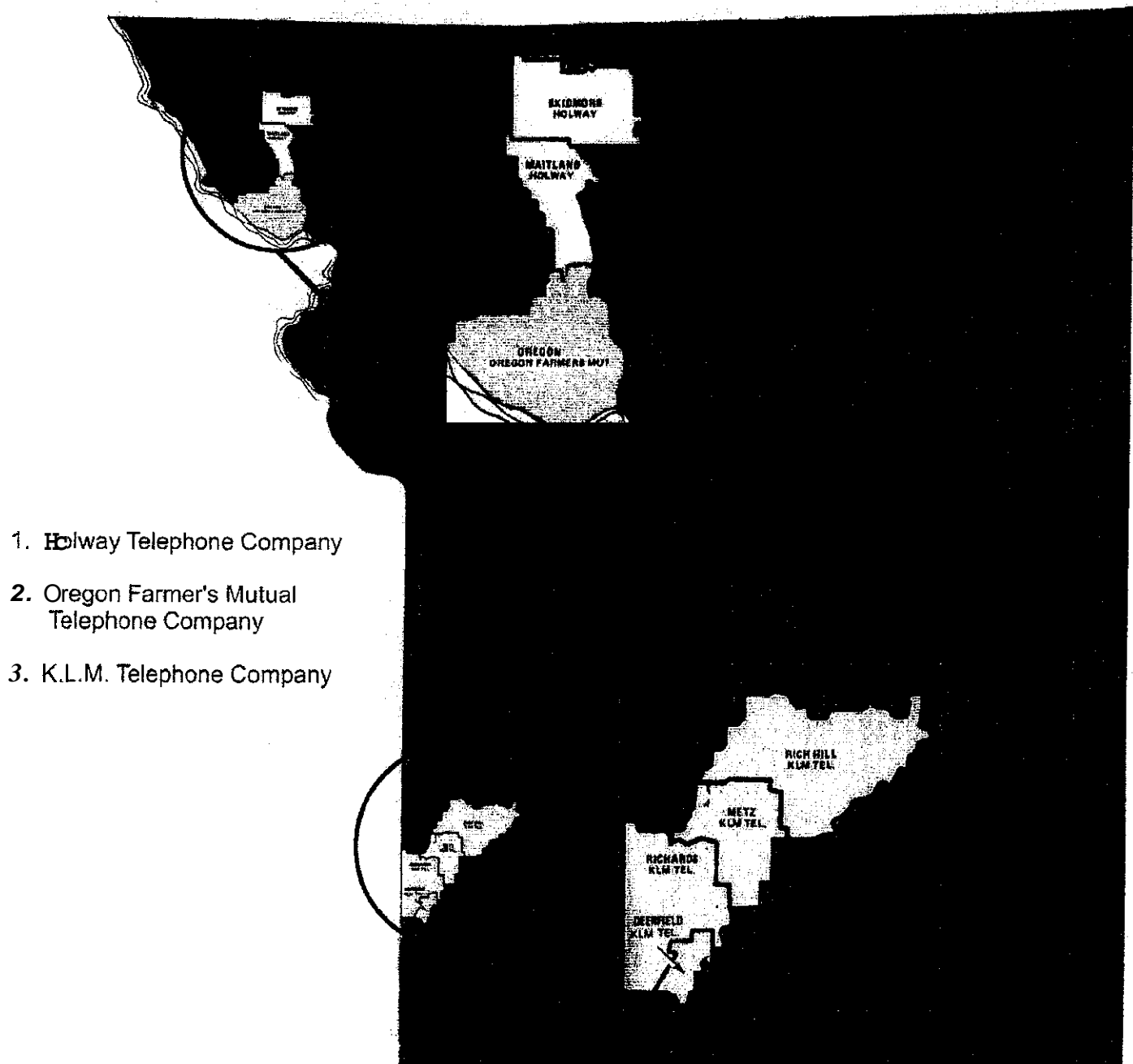
Attachment A – Page 4 of 5

<u>Class of Carrier</u>	<u>Name</u>	<u>State of Incorporation</u>	<u>Intermediate Entity</u>	<u>Percent ABB Ownership Interest</u>	<u>Service Area Description</u>
CLEC	HunTel Cablevision d/b/a HunTel Communications	Nebraska	ABAC-II/ Huntel, Inc.	100%	Lyons, Oakland, and Tekamah, NE
IXC	HunTel Cablevision d/b/a HunTel communications	Nebraska	ABAC-II/ Huntel, Inc.	100%	Same communities as Arlington Telephone Company, Blair Telephone Company, and Rock County Telephone Company, and Lyons, Oakland, and Tekamah, NE
REC	Rye Telephone Company	Colorado	ABAC-IIY Corona Holdings Inc./Southern Colorado Telecommunications, Inc.	30%	Colorado City, CO Rye, CO Portions of Pueblo, Huerfano, Las Animas, Custer , and Baca counties
ILEC	South Park LLC d/b/a South Park Telephone Company	Colorado	ABAC-IIY Corona Holdings Inc./Southern Colorado Telecommunications, Inc.	30%	Southern portion of Park County, CO surrounding the town of Hartsell, CO
IXC	CableCo, LLC d/b/a ghValley LD	Colorado	ABAC-III/ Corona Holdings Inc./Southern Colorado Telecommunications, Inc.	30%	Same as Rye Telephone Company and South Park Telephone Company

Attachment A – Page 5 of 5

<u>Class of Carrier Name</u>	<u>State of Incorporation</u>	<u>Intermediate Entity</u>	<u>Percent ABB Ownership Interest</u>	<u>Service Area Description</u>
ILEC Dalton Telephone Co.	Nebraska	ABAC-IV/ New Castle Holdings, Inc.	40%	Dalton, NE
ILEC Elsie Communications, Inc.	Nebraska	ABAC-IV/ New Castle Holdings, Inc.	40%	Elsie, NE
IXC Dalton Telecommunications, Inc.	Nebraska	ABAC-IV/ New Castle Holdings, Inc.	40%	Same as Dalton Telephone Co. and Elsie Communications

Attachment B

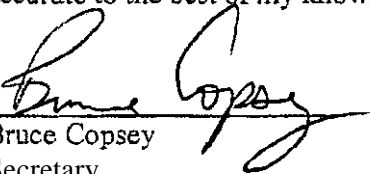


1. Holway Telephone Company
2. Oregon Farmer's Mutual Telephone Company
3. K.L.M. Telephone Company

Western Portion
of the State of Missouri

DECLARATION

I, Bruce **Copsey**, Secretary of RBJ Corp. ("RBJ"), do hereby declare under penalties of perjury that I have read the foregoing "**Application** of Transfer of Control," **and the** information contained therein regarding RBJ **and** its subsidiary companies noted **in the application** is true and accurate to the best of my knowledge, information, and belief.



Bruce Copsey

Secretary

RBJ Corp.

208 Ash St.

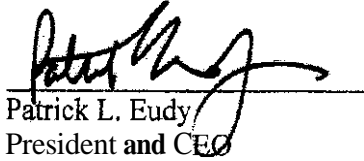
P.O. **Box** 112

Maitland, Missouri 64466-0112

Date: 5/16/07

DECLARATION

I, Patrick L. Eudy, President and CEO, RBJ Holdings, Inc. ("Holdings"), do hereby declare under penalties of perjury that I have read the foregoing "Application of Transfer of Control," and the information contained therein regarding Holdings and its affiliates is true and accurate to the best of my knowledge, information, and belief.



Date: 5/16/07

Patrick L. Eudy
President and CEO
RBJ Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

CERTIFICATE OF SERVICE

I, Thomas J. Moorman, of Woods & Aitken LLP, 2154 Wisconsin Avenue, N.W., Suite 200, Washington, DC 20007, do hereby certify that on this 16th day of May, 2007 of the foregoing "Application for Transfer of Control" was mailed, first class postage prepaid, to the following:


Thomas J. Moorman

The Honorable Matt Blunt
Office of the Governor
Room 216, State Capitol Building
Jefferson City, Missouri 65101

Missouri Public Service Commission
Governor Office Building
200 Madison Street
PO Box 360
Jefferson City, Missouri 65102-0360

Department of Defense
c/o
Defense Information Systems Agency
ATTN: DISA/GC (Room 4300)
P.O. Box 4502
Arlington, Virginia 22204-4502

Department of State
EB/CIP/SCA
Room 4826
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Washington, DC 20520

*
Competition Policy Division
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
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*
Dennis Johnson
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

* via hand delivery